

EXHIBIT 38

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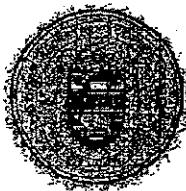
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONNECTU, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF JANUARY, A.D. 2005.

3786819 8300
050008335



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3598281

DATE: 01-05-05

C004562

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Delaware

PAGE 1

The First State

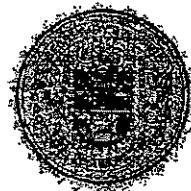
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "CONNECTU, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE SIXTH DAY OF APRIL, A.D. 2004, AT 4:10 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.

3786819 8100H
050008335



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3598280

DATE: 01-05-05

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State of Delaware
Secretary of State
Division of Corporations
Delivered 05:15 PM 04/06/2004
FILED 04:10 PM 04/06/2004
SRV 040253305 - 3786819 FILED

CERTIFICATE OF FORMATION
OF
LIMITED LIABILITY COMPANY

FIRST. The name of the limited liability company is CONNECTU, LLC

SECOND. The address of its registered office in the State of Delaware is 2711
Centerville Road, Suite 400 in the City of Wilmington. The name of its Registered
Agent at such address is THE COMPANY CORPORATION.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of
Formation of CONNECTU, LLC this 6th day of April 2004.

NAME: Angela Norton
Angela Norton
Authorized Person